

# EXHIBIT B



**BILL AND HOLD ACKNOWLEDGEMENT FORM**  
(Do not modify this document)

Rexel USA, Inc. Branch ("Company"):	Missouri City (2530/2559)
Product Location Address ("Facility"):	521 Highway 90A, Suite 100
Customer Name ("Customer"):	RK Mission Critical
Ship to Customer Number:	1197145
Project Name / Description ("Project"):	Compute North
Customer Ship To Address:	521 Highway 90A, Suite 100
Job Management Project Number (or Eclipse PO Numbers, if not JM):	Customer PO #s: A20217-W016, A20227-W007, MCINV-W087 (Missouri City Stock)
Material Description ("Materials"):	Breakers and Busbars (52 pallets)
Estimated Maximum Value of Materials:	\$1,200,00.00
Estimated Storage Start Date ("Start Date"):	9-9-2022
Estimated Storage End Date ("End Date"):	12-31-2023

Customer hereby requests and instructs that Company hold the Material associated with the above Project at the Company Facility beginning on the Start Date and continuing until no more than 6 months past the End Date. This form is valid for the ship to customer designated above only.

Customer requests, acknowledges and agrees that (i) title to the Materials under the Project shall pass from Company to Customer on the Start Date upon the delivery of Materials to the Company's designated bill-and-hold location at the Facility, (ii) the Customer will be invoiced upon passage of title of the Materials, and (iii) payment shall be due in accordance with the terms of the related Rexel USA, Inc. invoice, commencing on the invoice date and not the date of final delivery of the Materials to Customer.

Company acknowledges that as of the Start Date the Materials are on hand, segregated in the Facility, and ready for delivery. Company shall authorize Customer to file a Uniform Commercial Code Financing Statement or to take similar steps to document its ownership interest in the Materials.

Company and Customer represent and warrant that each person signing below on behalf of Company and Customer respectively are authorized representatives of Company and Customer and vested with authority to execute this acknowledgment on behalf of Company and Customer respectively.

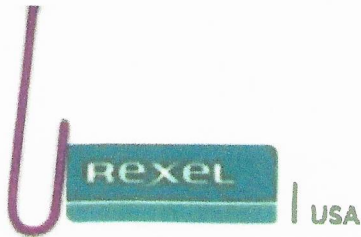
**FORM MUST BE EXECUTED BY BOTH PARTIES**

**Rexel USA, Inc:**

By: Carlton Williams  
 Name: Carlton Williams  
 Title: Branch Manager  
 Date: 9/20/22

**CUSTOMER:**

By: [Signature]  
 Name: JOHN MORINUCCI  
 Title: MANAGING PARTNER  
 Date: 9/19/2022



**BILL AND HOLD ACKNOWLEDGEMENT FORM**  
(Do not modify this document)

Rexel USA, Inc. Branch ("Company"):	Missouri City (2530/2559)
Product Location Address ("Facility"):	521 Highway 90A, Suite 100
Customer Name ("Customer"):	RK Mission Critical
Ship to Customer Number:	1246264
Project Name / Description ("Project"):	Compute North
Customer Ship To Address:	521 Highway 90A, Suite 100
Job Management Project Number (or Eclipse PO Numbers, if not JM):	Customer PO #s: MCINV-W134, MCINV-W087 (Missouri City Stock & Clark's Export Storage) #2
Material Description ("Materials"):	Breakers and Busbars
Estimated Maximum Value of Materials:	\$3,100,000
Estimated Storage Start Date ("Start Date"):	8-29-2022
Estimated Storage End Date ("End Date"):	12-31-2023

Customer hereby requests and instructs that Company hold the Material associated with the above Project at the Company Facility beginning on the Start Date and continuing until no more than 6 months past the End Date. This form is valid for the ship to customer designated above only.

Customer requests, acknowledges and agrees that (i) title to the Materials under the Project shall pass from Company to Customer on the Start Date upon the delivery of Materials to the Company's designated bill-and-hold location at the Facility, (ii) the Customer will be invoiced upon passage of title of the Materials, and (iii) payment shall be due in accordance with the terms of the related Rexel USA, Inc. invoice, commencing on the invoice date and not the date of final delivery of the Materials to Customer.

Company acknowledges that as of the Start Date the Materials are on hand, segregated in the Facility, and ready for delivery. Company shall authorize Customer to file a Uniform Commercial Code Financing Statement or to take similar steps to document its ownership interest in the Materials.

Company and Customer represent and warrant that each person signing below on behalf of Company and Customer respectively are authorized representatives of Company and Customer and vested with authority to execute this acknowledgment on behalf of Company and Customer respectively.

**FORM MUST BE EXECUTED BY BOTH PARTIES**

**Rexel USA, Inc:**

By: Carylon Williams  
 Name: Carylon Williams  
 Title: Branch Manager  
 Date: 11/15/22

**CUSTOMER:**

By: [Signature]  
 Name: JOHN MARRINUCCI  
 Title: MANAGING PARTNER  
 Date: 11/15/2022